FCC INTERROGATORY NO. 21

21. *Paragraph 11 of Attachment 2 to the Valente & West Declaration indicates that Nextel is working to ensure that its existing iDEN voice and data services can be integrated with an IP-based application such as Qchat*

    a. *Provide a summary of the key technologies tested and the test results which will "ensure that existing iDEN voice and data services and push-to-talk features can be easily integrated with all future IP-based services."*

    b. *Provide a description of the QChat technology and its system requirements.*

    c. *Provide the latest comparative analysis on technical performance metrics for all functionalities and features between Nextel's Direct Connect, QChat, and similar PTT products provided by Sprint PCS, Verizon Wireless, AllTel, and Southern Link Wireless, and other wireless telephony providers. Include core network and handset effects, assumptions, test condition, methodology, and final reports. Also, include, if available, any quality perception test results conducted by expert users. Include supporting documentation as appropriate.*

    d. *Describe the specific network and handset features that are required to support the QChat product. What are the specific 1x EV-DO Rev. A attributes that support such features?*

    e. *On what platform is Ready Link built?*

Response:

REDACTED IN FULL

[redacted]

FCC INTERROGATORY NO. 22

22. *The Montagner & Nielsen Declaration sets out the $12.1 billion net present value synergy estimate using an initial breakdown into accounting categories: for example, capital expenses; operating expenses; and selling, general and administrative expenses. Provide a summary breakdown of the $12.1 billion estimate that is instead organized into the major steps that are contemplated upon merger that will enable cost savings or otherwise create value. These categories would include, for example: avoiding Nextel costs of developing and building a next generation system; savings resulting from the ability to share cell sites; value created by a interoperable and expanded PTT systems; and the synergies resulting from a broader deployment of 1xEV-DO Rev. A. Within each of these categories, combine the capital expense, operational expense, and other costs and offsets as appropriate.*

Response:

As explained in the Montagner-Nielsen Declaration, Sprint and Nextel have estimated that, after accounting for the costs of integrating the two companies as well as other merger-related costs, the Sprint-Nextel merger will result in total net synergies of approximately $12.1 billion on an after tax, net present value ("NPV") basis (inclusive of terminal value).[1] The major steps to achieve these synergies include:

Major Steps to Achieve Merger Synergies	Estimated Synergy (NPV) ($ millions)[2]
1. Avoiding Costs of Developing and Building a Duplicate Next Generation Network	$[redacted]
2. Savings Resulting from the Ability to Share Cell Sites	[redacted]
3. Synergies Resulting from a Broader Deployment of CDMA and Expanded Push-to-Talk Systems	[redacted]

[1] *See* Montagner-Nielsen ¶ 5. The Sprint and Nextel merger integration teams have identified additional merger synergies that may increase the total. These additional synergies have not at this time, however, been fully reviewed and verified by all necessary decision-makers. Accordingly, Nextel relies on the $12.1 billion official, publicly-announced synergy projection for purposes of prosecuting this merger approval application.

[2] Assumes an 11% discount rate and a 39% income tax rate. The terminal value is based on an 11.1x after-tax cash flow multiple which is derived using the formula (1/(w-g)), where w = the discount rate noted above and g = the growth in perpetuity (assumed to be 2%).

4. Synergies Resulting from Incremental Revenue and Subscriber Opportunities	[redacted]
5. Synergies Resulting from Operating Efficiencies	[redacted]
6. Other Integration Costs	[redacted]
TOTAL	$12,105

Avoiding Costs of Developing and Building a Duplicate Next Generation Network ($[redacted] million NPV). These savings result from the elimination of the cost of constructing Nextel's future stand-alone broadband data network, net of the increased cost for the CDMA DO network to carry Nextel's planned broadband data usage. The synergies in this area result from the need to build only one broadband data network for Sprint Nextel, as opposed to a separate broadband data network for each company standing on its own.

Savings Resulting from the Ability to Share Cell Sites ($[redacted] million NPV). As explained in the Montagner and Nielsen Declaration, Sprint and Nextel anticipate that the merged company will realize substantial savings from the ability to collocate a number of Sprint's existing and planned future cell sites in existing Nextel shelters. Those savings together with the savings from lower recurring site rental expenses are estimated to total $[redacted] million NPV.

Synergies Resulting from a Broader Deployment of CDMA and Expanded Push-to-Talk Systems ($[redacted] million NPV). These estimated synergies consist of two principal components: savings attributable to reduced iDEN capital expenditures and anticipated revenue increases due to improved service quality and lowered churn.[3] These savings then must be offset by the capital investments and operating expenses necessary to expand CDMA coverage and to develop and enhance the interoperability of the merged company's expanded push-to-talk feature. The net synergy is estimated to be $[redacted] million NPV.

Synergies Resulting from Incremental Revenue and Subscriber Opportunities (- $[redacted] million NPV). The synergies attributable to this category consist of three principal components. First, the merger will strengthen the ability of the combined company to market Sprint's long-distance wireline product portfolio to the existing Nextel subscriber base. Second, service coverage and quality improvements produced by the merger will reduce the combined company's monthly churn rate.[4] Third,

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[3] Savings due to improved service quality and lowered churn are divided between the major steps of "Synergies Resulting from a Broader Deployment of CDMA and Expanded Push-to-Talk Systems" and "Synergies Resulting from Incremental Revenue and Subscriber Opportunities."

[4] *See* supra note 3.

after the merger closes, customers will have additional calling plan choices that are more favorable – in terms of value, quality and/or features – than would be available from either company absent the merger.

Synergies Resulting from Operating Efficiencies ($[redacted] million NPV). These synergies are expected to result from a number of different operating expense categories, including *inter alia* selection and adoption of best practices and systems from each company with respect to IT and billing and customer care, a reduction of duplicate overhead structures across all General & Administrative ("G&A") functions, the implementation of best practices for credit and collections, and the migration to one common financial system platform. After closing, the combined company plans to focus on reducing duplicative retail points of presence and aligning sales and sales management organizations, while preserving the ability of the merged entity to continue to attract high value subscribers. Sprint and Nextel also expect that the new organization will be able to take advantage of higher volume discounts in the purchasing of handsets, warehousing facilities and procedures, and product distribution. These combined savings are estimated to total $[redacted] million NPV.

Other Integration Costs (- $[redacted] million NPV). Sprint Nextel will incur significant expenses associated with the process of integrating the Sprint and Nextel organizations, facilities, networks, and re-branding the company's products. Expenditures will also be incurred for employee retention and severance and contract/lease terminations.

FCC INTERROGATORY NO. 23

23. Provide the following information and documents for each of the seventeen BTAs identified in Attachment 1 to Attachment E as having an incremental MHz Pops Differential of greater than 10 percentage points.

a. A list containing the call sign, licensee name, transmitter location, and frequencies (by channel numbers) of each license that is considered either "Nextel Owned," or "Nextel Leased" within the meaning of Attachment 1 to Attachment E.

b. For each "Nextel Leased" station, a copy of the lease that is currently in effect.

Response:

Two Microsoft Excel spreadsheets are attached that identify Nextel's licenses and leases in those markets with an incremental MHz-pops differential of greater than 10 percentage points. *See* Appendix 23-A, List of Nextel Leased and Owned Licenses for the 17 Markets (electronic version); Appendix 23-B, Nextel Leases (provided in separate Volumes 1-3).

The first spreadsheet shows Basic Trading Area (BTA) licenses. Each tab shows a different BTA/call sign. When information is provided, "Nextel Spectrum Corp" is the BTA licensee; when information is not provided, Nextel is not the BTA licensee. The column WS-N shows the population of the Nextel-licensed White Space.

The second spreadsheet shows Nextel-licensed or Nextel-leased Geographic Service Area ("GSA") licenses. Each sheet shows the GSAs within each BTA. Each sheet shows the GSA call signs, licensee names, transmitter locations, and channel numbers. The column ON shows the population of a "Nextel Owned" license. The column LN shows the population of a "Nextel Leased" license.

All BTA and GSA licenses are geographic area licenses. Transmitter locations may be anywhere within the geographic license area of the license.

Appendix 23-A

List of Nextel Leased and Owned Licenses for the 17 Markets

Excel spreadsheet – provided electronically

REDACTED IN FULL

Appendix 23-B

Nextel Leases

Provided in separate Volumes 1-3

REDACTED IN FULL

FCC INTERROGATORY NO. 24

24. *Paragraph 13 of the Rowley & Finch Declaration states "Sprint's and Nextel's combined spectrum portfolio provides the necessary scale to justify the substantial research, deployment, implementation, and operational costs required to make use of the band."*

    a. *Given the deployments and technology trials described in Paragraphs 14 through 21 of the Rowley & Finch Declaration, explain why, in the absence of the merger, Sprint or Nextel would not proceed with research and deployment of technology and services in the 2.5 GHz band.*

    b. *Describe, as specifically as possible, how the merger would allow the merged entity to develop services using the 2.5 GHz band.*

    c. *Provide the best available estimate as to when, if the merger takes place, the parties would anticipate offering their combined coverage area.*

Response:

a. In the event the Commission approves the proposed merger, Sprint and Nextel intend to use the 2.5 GHz spectrum to deploy high-speed wireless interactive multimedia services ("WIMS") and many other associated wireless services, such as fixed wireless backhaul. In order to successfully deploy a video-centric, two-way communications service, such as WIMS, Sprint Nextel will require facilities-based investment, long-term staying power, and a great deal of broadband capacity. As Sprint and Nextel explained in their Application (p. 47), [o]ne of the principal benefits of the merger is the creation of a nearly nationwide footprint in the 2.5 GHz band." If the merger did not occur, Nextel by itself would lack the near-nationwide footprint and the scale of spectrum necessary – in essence, the "critical mass" – to justify the substantial research, development, implementation, and operational costs required to make use of the band in this manner. Standing alone, Nextel likewise would have a substantially smaller customer base over which to amortize its costs, particularly research and development costs associated with this spectrum and to earn a reasonable return. Absent the nationwide footprint and spectrum scale that the merger would produce, the technical impediments that historically have frustrated efforts to develop this spectrum would be even more formidable than those the merged company will confront. Moreover, without the merger, Nextel also might be unable to achieve the scale necessary to attract significant technology investment from major vendors. In that circumstance, there would likely be no common technology used across a sufficient portion of the 2.5 GHz band. As a result, consumers might be unable to receive the same services throughout the country on their laptop computers, PDAs, or other wireless devices. As noted in the Application (p.

48), "[t]o build national footprints individually, Sprint and Nextel would have been forced to acquire more spectrum through auctions, leases, or purchases ... an expensive piecemeal strategy with significant transaction costs."

Furthermore, as stated previously in this proceeding, in the absence of a merger, Sprint and Nextel could not achieve the necessary scale and development synergies through a joint venture. The companies explored a joint effort to develop services for the BRS band but for a number of significant reasons were unable to advance to a mutually agreeable arrangement.

The lack of a merger will also affect the comprehensive band reconfiguration in the 2.5 GHz band. Under the proponent-driven transition process for the 2.5 GHz band, Sprint and Nextel will likely bear primary responsibility for implementing and funding this band reconfiguration in much of the nation. Without a nationwide footprint, Nextel will only be able to be a band "proponent" in areas where it has spectrum holdings and will not be in position to accelerate the migration of this band from its current configuration to the modernized band plan.

b. *See* Sprint's Response to Request for Information 26(b).

c. *See* Sprint's Response to Request for Information 26(c).

[redacted]

FCC INTERROGATORY NO. 25

25. *Using the BRS data summarized in Attachment 1 to Attachment E, compute for each BTA the following additional statistic, which may be viewed as the Average Bandwidth controlled by license or lease.*

Divide the merged entities total MHz-pops (licensed plus leased) by the total population covered by at least one license or lease in the BTA.

Response:

The requested analysis for each Basic Trading Area (BTA) is attached as Appendix 25-A. Upon clarification from FCC staff, Nextel and Sprint derived the statistic for each BTA by dividing the total number of MHz-pops that Sprint Nextel licenses and leases cover in each of the nation's 493 BTAs by the total population of that BTA.[1] Developing the "average bandwidth" required no new information from the applicants and is derived from information previously provided to the Commission. The attached information represents another way of expressing the same MHz-pops information that Sprint and Nextel previously provided.

As with the MHz-pops data, statistics for average bandwidth greatly overstate the actual 2.5 GHz bandwidth that Sprint and Nextel hold through licenses or leases in any given BTA. Sprint and Nextel have previously described the myriad ways in which aggregate data – whether expressed in MHz-pops or "average bandwidth" – exaggerate the combined company's spectrum position.[2] Without recounting all of the deficiencies here, three principal issues cause a persistent overstatement of the combined company's actual holdings in the 2.5 GHz band.

First, the forty-year licensing history of the 2.5 GHz band has left a legacy of irregularly shaped and non-contiguous geographic service areas for each BTA. The 2.5 GHz band is comprised of thirty-three channels, each of which can have its own unique geographic service license. To acquire sufficient spectrum positions in the 2.5 GHz band, carriers must "layer" their irregularly shaped geographic licenses and leases across multiple channels because not all of the licensees or leases that a carrier holds permit service to the same locations. A composite view of the unique geographic locations of each of the combined company's licenses or leases within each of the thirty-three channels would show different levels of spectrum in specific locations depending on how

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[1] The analysis provided herein is consistent with further discussions among Sprint, Nextel, and FCC officials. *See Ex Parte* letter from David Don, Willkie Farr & Gallagher to Marlene Dortch, FCC, WT Docket No. 05-63 (May 6, 2005).

[2] *Applications of Nextel Communications, Inc., Transferor, and Sprint Corporation, Transferee, for Consent to the Transfer of Control of Entities Holding Commission Licenses and Authorizations Pursuant to Sections 214 and 310(d) of the Communications Act*, WT Docket No. 05-63, Application, Attachment E, Joint Declaration of Todd Rowley and Robert Finch (filed Feb. 8, 2005).

many irregularly shaped channels are controlled in any given square mile or two. Statistical averages mask this patchwork quilt of irregular license areas and coverage "holes," which greatly exaggerates the ability of a licensee to make practical use of this spectrum.

Second, the majority of the spectrum that a combined Sprint Nextel would hold in the 2.5 GHz band is leased, not licensed, because more than sixty percent of the 2.5 GHz spectrum is ineligible for commercial licensing. By fully attributing all leases to Sprint Nextel, the analysis over-attributes the number of megahertz that Sprint Nextel would actually control. EBS leases, for example, are subject to Commission-mandated minimum educational programming requirements and some EBS licensees use substantially more of their licensed EBS spectrum than the Commission-mandated minimums require; therefore, lessees of EBS spectrum cannot use all of the megahertz that an EBS licensee can. Similarly, some of the EBS leases to which Sprint and Nextel are a party prohibit the lessee from providing anything other than one-way or video service. Moreover, Sprint Nextel will need to negotiate a large number of new leases with BRS and EBS license incumbents on the open market and must continuously negotiate renewals of existing leases that are already in place. In addition, a substantial number of the existing leases that Sprint and Nextel hold will expire within the next three years, which will afford other prospective operators new opportunities to acquire spectrum lease interests in the 2.5 GHz band on the open market. Aggressive competition for EBS and BRS leasing opportunities is occurring today.

Third, the 2.5 GHz band suffers from a variety of technical constraints, some intrinsic to the band and others a result of the licensing regime. For example, the effects of signal attenuation in the 2.5 GHz band compared to lower frequency ranges will require 2.5 GHz licensees to develop their own network deployment plans, and identify and secure their own costly transmitter locations. Service providers will need to either construct more infrastructure than would be necessary in lower frequency bands, or cover less territory than would be possible using lower frequency bands. In addition the Commission's licensing regime for the 2.5 GHz spectrum permits both frequency division duplex (FDD) and time division duplex (TDD) technologies to operate in the 2.5 GHz band. When used in proximity, each technical interface must operate under certain constraints to ensure operations do not cause harmful interference. Unlike the situation in many other bands, moreover, no common control channels, standardized emission characteristics, and other common performance measurements exist for the 2.5 GHz band.[3]

In short, the 2.5 GHz band has a number of licensing, eligibility, and technical impediments that complicate the accuracy and usefulness of any measure of average spectrum holdings. The Commission, however, long ago recognized the inherent

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[3] Additional limitations, such as the need to preserve the Middle Band Segment of the 2.5 GHz band primarily for high-site, high power video operations through the use of guard bands and other measures, are discussed in Attachment E of the original Sprint-Nextel merger application. *See, e.g., id.* ¶ 22.

deficiencies of the 2.5 GHz band and has never prevented a carrier from acquiring and holding substantial license and leasehold interests in the band.[4] BellSouth Corporation (BellSouth), which jointly owns Cingular Wireless Corporation with SBC Communications Inc. (SBC), is a major holder of 2.5 GHz licenses and leases with interests rivaling or exceeding those that a combined Sprint Nextel would have in some BTAs. Based on an analysis of BellSouth's license and leasehold interests in the 2.5 GHz band, BellSouth has an average bandwidth of more than 190 MHz in the Lakeland-Winter Haven, Florida BTA; more than 161 MHz in the Atlanta, Georgia BTA; and more than 128 MHz in the Orlando, Florida BTA.[5] All told, BellSouth is believed to hold BRS or EBS licenses or leases in approximately 29 BTAs. Weighted by population, BellSouth's cumulative "average bandwidth" measurement in these BTAs is 89 MHz.[6] A similar analysis performed for the combined holdings of Sprint and Nextel shows that the combined company would have an "average bandwidth" of 97 MHz weighted by population in the BTAs in which it will have licenses or leases.

In the case of Sprint Nextel, the combination of these companies' 2.5 GHz spectrum portfolios generally does not increase the amount of spectrum – licensed or leased – that the combined company would have in a given area above the amount currently available to either company. In the few BTAs in which both Sprint and Nextel hold spectrum, the company with the smaller spectrum position generally has an inconsequential holding. As shown first in the MHz-pops analysis and demonstrated again in the "average bandwidth" statistics presented here, combining Sprint's and Nextel's spectrum holdings does not materially increase the companies' spectrum rights in any given market because the two companies generally do not hold licenses or leases in the same geographic areas. Indeed, in 412 of the nation's 493 BTAs, the merger does nothing to change the combined company's 2.5 GHz "average bandwidth" position. In sixty-five additional BTAs, the increase in "average bandwidth" is less than the equivalent of four BRS channels – with the majority of these BTAs increased as a result of the merger by *less than one megahertz*. The merger increases the "average bandwidth" by more than four BRS channels in only fifteen out of nation's 493 BTAs. Whether measured by MHz-pops as in the original application or in average bandwidth as presented here, combining Sprint's and Nextel's spectrum holdings does not materially increase the companies' spectrum rights in any given market because the two companies generally do not hold licenses or leases in the same geographic areas.

A table showing the Sprint Nextel average bandwidth statistic for each Basic Trading Area (BTA) is attached.[7]

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4 *See, e.g., Applications of AT&T Wireless Services, Inc. and Cingular Wireless Corporation For Consent to Transfer of Control of Licenses and Authorizations*, Memorandum Opinion and Order, 19 FCC Rcd 21522 (2004) (*Cingular Order*).

5 *See* Appendix 25-A (attached).

6 Other operators in the band with significant license and leasehold interests include Watch TV, Lima, OH; Sioux Valley Wireless DBA Sioux Rural TV, Sioux Falls, SD; Winbeam, Erie PA, Harrisburg, PA; CommSpeed, Prescott, AZ; Puvalowski, Bad Axe, MI; WHTV, Puerto Rico.

7 *See* Appendix 25-B (attached).

Appendix 25-A

BellSouth BRS-EBS Chart

Raw Data In Yellow

BTA Rank Pop	BTA#	BTA Name	BTA MHz-Pops (198 MHz*Pop)	BellSouth Owned GSAs	BellSouth Leased GSAs	BellSouth Owned BTA White Space (BRS-only)	Combined BellSouth Licensed BRS-EBS (MHz-Pops)	Combined BellSouth Leased BRS-EBS (MHz-Pops)	Combined BellSouth Licensed/Leased BRS-EBS (MHz-Pops)	Average Bandwidth In MHz (Combined MHz-Pops/BTA Pops)
10	24	Atlanta	862724412	170307038	498693000	36249049	206556087	498693000	705,249,087	161.86
12	293	Miami-Fort Lauderdale	755311872	131064709	321324259	0	131064709	321324259	452,388,968	118.59
21	440	Tampa-St. Petersburg-C	499721280	4557655	28144818	0	4557655	28144818	32,702,474	12.96
33	336	Orlando	335141928	28849307	184320641	4815580	33664887	184320641	217,985,528	128.78
40	263	Louisville	282665280	52745833	100187148	0	52745833	100187148	152,932,982	107.13
43	320	New Orleans	281348298	75017090	107334945	0	75017090	107334945	182,352,036	128.33
45	212	Jacksonville	259073472	64594259	88715083	10813845	75408104	88715083	164,123,187	125.43
78	32	Baton Rouge	138874626	41582	28731	0	41582	28731	70,313	0.10
93	151	Fort Myers	116544996	5796080	50132457	2071621	7867701	50132457	58,000,158	98.54
95	408	Sarasota-Bradenton	119570112	414458	2190166	0	414458	2190166	2,604,624	4.31
104	76	Chattanooga	108329280	976981	0	0	976981	0	976,981	1.79
110	135	Evansville	102967722	53989	88576	0	53989	88576	142,565	0.27
118	107	Daytona Beach	97341552	23097268	14208142	1998120	25095388	14208142	39,303,530	79.95
119	239	Lakeland-Winter Haven	95835762	8610130	78739306	4617276	13227406	78739306	91,966,712	190.01
123	289	Melbourne-Titusville	93992184	581235	2103310	0	581235	2103310	2,684,545	5.66
140	42	Biloxi-Gulfport-Pascagou	75676992	17678	7076	0	17678	7076	24,754	0.06
154	16	Anderson	62399340	1925881	0	0	1925881	0	1,925,881	6.11
166	159	Gainesville	61364352	33035	16518	0	33035	16518	49,553	0.16
187	195	Houma-Thibodaux	53434260	830761	1168427	0	830761	1168427	1,999,188	7.41
194	326	Ocala	51300216	78352	91201	0	78352	91201	169,554	0.65
202	313	Naples	48266688	1872	4343806	0	1872	4343806	4,345,677	17.83
210	160	Gainesville	48693942	13385884	0	0	13385884	0	13,385,884	54.43
220	47	Bloomington-Bedford	47436246	82446	109152	0	82446	109152	191,599	0.80
251	22	Athens	37335420	11941294	0	0	11941294	0	11,941,294	63.33
261	158	Gadsden	36637056	1125612	0	0	1125612	0	1,125,612	6.08
299	17	Anniston	27351576	200183	0	0	200183	0	200,183	1.45
349	384	Rome	20803878	3081828	0	0	3081828	0	3,081,828	29.33
364	102	Dalton	23034432	200261	0	0	200261	0	200,261	1.72
382	180	Hammond	21969486	364288	34682	0	364288	34682	398,970	3.60

Appendix 25-B

Nextel BRS-EBS Spectrum Chart

BRS-EBS SPECTRUM

BTA Rank (Pop)	BTA #	BTA Name	[illegible]	Combined Sprint/Nextel Licensed BRS-EBS (MHz-Pops)	Combined Sprint/Nextel Leased BRS-EBS (MHz-Pops)	Combined S/N Licensed/Leased BRS-EBS (MHz-Pops)	Average Bandwidth in MHz (Combined MHz-Pops/BTA Pops)	Incremental MHz Difference (BRS-EBS) (Incremental MHz/BTA Pops)
359	250	Lewiston-Moscow	24,098,778	9,184,743	6,731,167	15,915,910	130.77	55.30
294	36	Bellingham	32,545,260	12,820,860	18,960,257	31,781,117	193.35	54.92
44	329	Oklahoma City	279,012,690	78,300,558	131,279,909	209,580,467	148.73	54.40
382	103	Danville	21,765,150	6,714,330	4,072,863	10,787,193	98.13	44.45
175	459	Waco	59,860,944	23,209,759	1,502,048	24,711,807	81.74	38.08
60	257	Little Rock	187,521,246	72,689,031	12,888,867	85,577,899	90.36	37.45
303	39	Benton Harbor	32,002,146	9,968,782	18,730,862	28,699,644	177.57	36.88
27	226	Kansas City	399,087,216	157,173,760	115,153,356	272,327,115	135.11	36.76
32	314	Nashville	346,638,402	71,876,776	147,166,957	219,043,732	125.12	35.95
64	177	Greenville-Spartanburg	180,143,766	49,172,126	68,181,001	117,353,127	128.99	35.07
232	291	Merced	44,796,708	14,427,240	18,981,787	33,409,027	147.67	32.81
141	223	Kalamazoo	74,486,808	22,238,099	19,512,653	41,750,752	110.98	32.32
222	33	Battle Creek	47,303,388	4,313,143	10,792,862	15,106,005	63.23	30.59
55	232	Knoxville	220,004,928	32,227,708	112,993,265	145,220,973	130.70	29.53
75	425	Spokane	143,135,190	20,857,670	85,158,287	106,015,957	146.65	28.85
15	413	Seattle-Tacoma	624,061,548	91,699,506	347,606,411	439,305,917	139.38	22.66
72	410	Savannah	147,646,818	30,073,445	15,906,639	45,980,084	61.66	21.30
21	440	Tampa-St. Petersburg-Clearwater	515,339,748	83,821,615	285,367,343	369,188,958	141.85	15.21
18	402	San Diego	553,604,436	86,566,339	375,680,427	462,246,766	165.33	14.18
4	404	San Francisco-Oakland-San Jose	1,386,843,480	342,572,449	716,533,089	1,059,105,538	151.21	12.76
391	373	Richmond	20,560,914	2,052,028	970,154	3,022,182	29.10	12.64
124	483	York-Hanover	93,406,500	18,291,957	3,345,695	21,637,652	45.87	11.14
332	193	Hot Springs	27,473,490	10,175,971	-	10,175,971	73.34	10.82
419	356	Port Angeles	17,558,244	4,906,062	836,220	5,742,283	64.75	10.01
49	106	Dayton-Springfield	238,889,574	59,426,945	10,948,768	70,375,713	58.33	9.55
342	431	Steubenville	26,092,440	1,036,806	4,767,253	5,804,059	44.04	8.52
24	81	Cincinnati	427,853,250	103,856,074	165,247,526	269,103,600	124.53	7.85
100	434	Stockton	118,937,016	9,338,372	57,246,773	66,585,144	110.85	7.82
335	403	Sandusky	27,274,698	10,744,578	658,523	11,403,101	82.78	7.59
87	28	Bakersfield	130,562,586	51,415,161	3,801,965	55,217,126	83.74	7.55
7	196	Houston	982,992,780	156,535,740	492,573,869	649,109,609	130.75	6.89
116	303	Modesto	98,414,118	8,994,499	52,281,376	61,275,875	123.28	5.67
402	281	Marion	19,336,086	995,116	776,295	1,771,410	18.14	5.53
314	143	Findlay-Tiffin	30,206,682	11,085,518	124,459	11,209,977	73.48	5.49
330	69	Casper-Gillette	28,020,564	11,036,958	401,025	11,437,982	80.82	5.43
113	241	Lansing	100,207,008	28,198,191	48,915,918	77,114,109	152.37	4.88
23	350	Pittsburgh	484,557,876	185,438,366	213,979,371	399,417,737	163.21	3.21
350	200	Hutchinson	25,260,444	9,404,923	324,863	9,729,785	76.27	3.16
163	331	Olympia-Centralia	63,656,208	10,636,292	947,048	11,583,340	36.03	3.14
40	263	Louisville	291,498,174	24,539,742	4,329,402	28,869,144	19.61	2.97
108	65	Canton-New Philadelphia	105,530,238	33,102,943	8,259,727	41,362,670	77.61	2.81
2	262	Los Angeles	3,112,974,414	307,989,061	1,805,423,809	2,113,412,869	134.42	2.17
392	21	Ashtabula	20,255,004	7,410,182	77,802	7,487,984	73.20	1.78
59	332	Omaha	193,648,554	57,278,831	67,431,794	124,710,625	127.51	1.71
167	234	La Crosse	62,734,320	9,273,971	369,063	9,643,034	30.44	1.64
16	84	Cleveland-Akron	587,787,156	225,025,612	215,337,578	440,363,190	148.34	1.62
155	256	Lincoln	68,383,656	16,402,023	40,688,167	57,090,190	165.30	1.06
340	225	Kankakee	26,677,332	10,471,693	5,642,957	16,114,649	119.60	1.03
92	472	Wichita	128,422,800	23,348,598	93,622,443	116,971,041	180.34	0.99
396	411	Scottsbluff	19,790,892	2,405,409	91,733	2,497,142	24.98	0.92
14	298	Minneapolis-St. Paul	635,801,562	210,735,541	283,535,819	494,271,360	153.92	0.87
56	169	Grand Rapids	209,624,580	73,404,571	30,203,399	103,607,970	97.86	0.80
17	394	St. Louis	562,266,144	62,647,975	323,871,654	386,519,629	136.11	0.63
412	284	Martinsville	18,380,340	1,579,044	-	1,579,044	17.01	0.57
199	378	Rochester-Austin-Albert Lea	50,221,314	17,205,223	14,939,725	32,144,948	126.73	0.51
33	336	Orlando	335,139,552	2,614,209	9,604,347	12,218,556	7.22	0.50
434	58	Brunswick	15,446,376	4,177,408	39,048	4,216,457	54.05	0.50
42	174	Greensboro--Winston-Salem--High Point	286,582,626	14,921,925	163,948	15,085,872	10.42	0.45
476	129	Emporia	9,436,086	3,717,246	12,661	3,729,907	78.27	0.26
69	444	Toledo	154,714,626	25,100,212	70,856,972	95,957,184	122.80	0.25
206	277	Mankato-Fairmont	49,134,690	8,985,253	28,955,105	37,940,358	152.89	0.24
28	389	Sacramento	382,419,576	115,231,933	132,109,497	247,341,431	128.06	0.22

150	441	Temple-Killeen	70,012,998	10,717,684	424,883	11,142,567	31.51	0.21
257	393	St. Joseph	38,627,820	15,217,020	36,272	15,253,292	78.19	0.17
6	101	Dallas-Fort Worth	1,092,080,286	313,790,465	577,400,743	891,191,208	161.58	0.16
204	255	Lima	49,530,294	3,456,221	-	3,456,221	13.82	0.15
388	383	Rolla	20,665,656	7,026,429	14,415	7,040,844	67.46	0.14
323	167	Grand Island-Kearney	29,224,008	235,596	-	235,596	1.60	0.12
287	104	Danville	33,730,488	3,880,510	-	3,880,510	22.78	0.10
41	368	Raleigh-Durham	290,046,042	658,229	-	658,229	0.45	0.08
327	396	Salina	28,232,226	7,512,486	-	7,512,486	52.69	0.08
312	348	Pine Bluff	30,403,692	11,941,863	-	11,941,863	77.77	0.08
26	74	Charlotte-Gastonia	408,076,416	102,411,072	62,247,900	164,658,972	79.89	0.06
215	442	Terre Haute	48,142,710	5,095,789	186,052	5,281,841	21.72	0.06
34	95	Columbus	332,608,320	97,641,769	169,043,533	266,685,302	158.76	0.05
197	445	Topeka	50,690,178	19,968,858	59,116	20,027,974	78.23	0.04
67	8	Albuquerque	161,073,990	12,167,337	20,239,283	32,406,620	39.84	0.03
230	71	Champaign-Urbana	45,026,388	14,735,836	-	14,735,836	64.80	0.03
213	405	San Luis Obispo	48,532,176	55,562	5,309	60,871	0.25	0.02
96	268	McAllen	122,912,658	13,874,132	1,809	13,875,941	22.35	0.01
48	374	Richmond-Petersburg	246,741,462	87,720	256,962	344,681	0.28	0.00
455	286	Mattoon	12,732,390	7,868	-	7,868	0.12	0.00
106	99	Corpus Christi	107,722,494	34,101,388	59,344,267	93,445,655	171.76	0.00
139	406	Santa Barbara-Santa Maria	78,733,908	122	13,306,943	13,307,065	33.46	0.00
126	34	Beaumont-Port Arthur	91,344,924	871,533	222,144	1,093,677	2.37	0.00
1	321	New York	3,809,710,872	476,582,834	1,832,235,503	2,308,818,337	119.99	0.00
3	78	Chicago	1,777,135,338	318,038,512	998,645,133	1,316,683,645	146.70	0.00
5	346	Philadelphia	1,214,417,556	446,248,641	213,612,274	659,860,915	107.58	0.00
8	112	Detroit	964,263,960	237,214,492	663,497,737	900,712,230	184.95	0.00
9	461	Washington	934,537,626	104,972,170	443,391,775	548,363,945	116.18	0.00
10	24	Atlanta	862,720,056	1,402,143	582,563	1,984,706	0.46	0.00
11	51	Boston	850,484,052	301,426,044	321,229,087	622,655,130	144.96	0.00
12	293	Miami-Fort Lauderdale	778,905,864	-	27,074,989	27,074,989	6.88	0.00
13	347	Phoenix	658,082,700	150,997,574	153,191,111	304,188,685	91.52	0.00
19	488	San Juan	528,711,084	-	-	-	0.00	0.00
20	110	Denver	527,869,584	123,544,790	204,652,472	328,197,262	123.10	0.00
22	29	Baltimore	512,860,788	131,560,906	352,477,729	484,038,636	186.87	0.00
25	358	Portland	411,455,484	108,084,754	148,878,279	256,963,033	123.66	0.00
29	401	San Antonio	385,095,962	105,191,365	185,576,414	290,767,779	157.69	0.00
30	297	Milwaukee	362,406,726	82,515,592	188,464,205	270,979,796	148.05	0.00
31	324	Norfolk-Virginia Beach-Newport News-Hamp	347,407,632	81,599,779	145,631,490	227,231,270	129.51	0.00
35	399	Salt Lake City-Ogden	316,586,952	124,678,542	54,496,846	179,175,388	112.06	0.00
36	364	Providence-Pawtucket	310,111,164	77,834,117	158,463,828	236,297,945	150.87	0.00
37	204	Indianapolis	305,885,448	110,812,297	154,589,426	265,401,723	171.79	0.00
38	290	Memphis	304,596,864	106,344,487	109,242,977	215,587,464	140.14	0.00
39	245	Las Vegas	298,154,934	25,160,887	56,401,163	81,562,050	54.16	0.00
43	320	New Orleans	281,348,496	30,486,731	741,998	31,228,729	21.98	0.00
45	212	Jacksonville	267,169,716	5,306,448	9,700,968	15,007,417	11.12	0.00
46	27	Austin	261,334,656	93,391,602	65,521,728	158,913,330	120.40	0.00
47	44	Birmingham	259,617,600	67,727,012	83,333,506	151,060,517	115.21	0.00
50	60	Buffalo-Niagara Falls	238,105,296	80,020,274	131,139,519	211,159,793	175.59	0.00
51	469	West Palm Beach-Boca Raton	229,585,752	37,704,144	132,043,739	169,747,883	146.39	0.00
52	379	Rochester	227,649,510	88,624,517	77,587,049	166,211,566	144.56	0.00
53	184	Hartford	226,586,448	77,688,343	26,162,195	103,850,538	90.75	0.00
54	489	Mayagüez/Aguadilla-Ponce	223,903,152	-	-	-	0.00	0.00
57	7	Albany-Schenectady	202,857,534	77,294,508	64,676,809	141,971,318	138.57	0.00
58	318	New Haven-Waterbury-Meriden	197,364,420	65,588,662	4,716,359	70,305,021	70.53	0.00
61	448	Tulsa	186,420,564	66,936,409	95,566,618	162,503,027	172.60	0.00
62	252	Lexington	181,907,550	-	110,932	110,932	0.12	0.00
63	157	Fresno	180,697,968	66,184,279	61,718,397	127,902,676	140.15	0.00
65	447	Tucson	167,065,866	11,496,292	133,328,198	144,824,489	171.64	0.00
66	192	Honolulu	173,751,898	-	-	-	0.00	0.00
68	111	Des Moines	157,166,460	44,500,033	52,165,620	96,665,653	121.78	0.00
70	436	Syracuse	152,791,056	58,331,185	16,256,975	74,588,160	96.66	0.00
71	480	Worcester-Fitchburg-Leominster	147,785,022	53,420,450	12,901,553	66,322,003	88.86	0.00

73	128	El Paso	145,810,566	24,909,573	48,657,594	73,567,167	99.90	0.00
74	10	Allentown-Bethlehem-Easton	145,678,302	444,754	3,038,939	3,483,693	4.73	0.00
76	155	Fort Wayne	140,440,806	9,051,619	4,181,612	13,233,231	18.66	0.00
77	229	Kingsport	139,037,976	-	-	-	0.00	0.00
78	32	Baton Rouge	136,873,636	12,387,229	15,844,799	28,232,029	40.25	0.00
79	181	Harrisburg	137,325,672	-	-	-	0.00	0.00
80	72	Charleston	133,611,786	-	-	-	0.00	0.00
81	427	Springfield-Holyoke	133,595,550	41,167,883	25,776,895	66,944,778	99.22	0.00
82	210	Jackson	133,085,700	51,977,673	2,830,406	54,808,079	81.54	0.00
83	272	Madison	132,707,520	16,220,457	43,486,114	59,706,571	89.08	0.00
84	412	Scranton--Wilkes-Barre--Hazleton	131,847,804	-	-	-	0.00	0.00
85	91	Columbia	131,743,260	21,240,820	42,210	21,283,030	31.99	0.00
86	141	Fayetteville-Lumberton	130,721,580	1,251,279	-	1,251,279	1.90	0.00
88	271	Macon-Warner Robins	130,392,504	41,275,515	30,578,150	71,853,665	109.11	0.00
89	376	Roanoke	129,951,756	910,885	-	910,885	1.39	0.00
90	302	Mobile	129,722,076	28,823,435	3,222,420	32,045,855	48.91	0.00
91	428	Springfield	129,073,824	40,316,903	31,452,934	71,769,836	110.10	0.00
93	151	Fort Myers	124,064,820	1,319,934	20,044,973	21,364,906	34.10	0.00
94	390	Saginaw-Bay City	123,855,930	18,889,156	62,650	18,951,806	30.30	0.00
95	408	Sarasota-Bradenton	123,308,460	13,462,237	86,085,576	99,547,813	159.85	0.00
97	274	Manchester-Nashua-Concord	119,735,352	45,137,026	4,994,992	50,132,018	82.90	0.00
98	20	Asheville-Hendersonville	119,507,256	2,606,648	7,372,233	9,978,882	16.53	0.00
99	419	Shreveport	119,368,656	28,518,110	1,652,824	30,170,934	50.05	0.00
101	26	Augusta	116,413,308	37,753,362	16,602,467	54,355,829	92.45	0.00
102	372	Reno	112,632,894	-	-	-	0.00	0.00
103	50	Boise-Nampa	112,571,910	57,449,970	34,077,810	91,527,780	160.99	0.00
104	76	Chattanooga	111,715,164	18,404,036	57,867,734	76,271,771	135.18	0.00
105	236	Lafayette-New Iberia	108,053,550	36,303,047	28,640,616	64,943,663	119.00	0.00
107	89	Colorado Springs	106,166,214	29,124,706	76,203,798	105,328,504	196.44	0.00
109	395	Salem-Albany-Corvallis	103,810,806	31,352,968	60,037,029	91,389,998	174.31	0.00
110	135	Evansville	102,967,326	3,673,200	-	3,673,200	7.06	0.00
111	357	Portland-Brunswick	101,343,528	33,243,293	2,046,080	35,289,374	68.95	0.00
112	198	Huntsville	100,481,832	20,413,320	20,752,296	41,165,616	81.12	0.00
114	145	Flint	100,189,188	12,689,984	5,519,993	18,209,977	35.99	0.00
115	439	Tallahassee	99,128,898	37,117,866	26,600,527	63,718,394	127.27	0.00
117	458	Visalia-Porterville-Hanford	98,032,968	38,043,723	40,704,984	78,748,708	159.05	0.00
118	107	Daytona Beach	97,341,354	1,749	104,801	106,550	0.22	0.00
119	239	Lakeland-Winter Haven	95,833,584	-	1,838,747	1,838,747	3.80	0.00
120	305	Montgomery	95,653,602	21,365,726	15,810,601	37,176,327	76.95	0.00
121	73	Charleston	95,596,380	35,117,993	-	35,117,993	72.74	0.00
122	484	Youngstown-Warren	95,101,380	17,259,023	38,233,279	55,492,302	115.53	0.00
123	289	Melbourne-Titusville	93,992,184	35,252,098	43,012,344	78,264,441	164.87	0.00
125	240	Lancaster	92,957,634	1,822	1,374	3,196	0.01	0.00
127	344	Peoria	90,620,244	34,892,989	-	34,892,989	76.24	0.00
128	361	Poughkeepsie-Kingston	90,168,408	25,692,259	114,804	25,807,063	56.67	0.00
129	380	Rockford	90,035,748	-	-	-	0.00	0.00
130	18	Appleton-Oshkosh	88,846,164	33,534,024	21,380,784	54,914,809	122.38	0.00
131	152	Fort Pierce-Vero Beach-Stuart	85,385,322	32,834,550	13,331,090	46,165,640	107.05	0.00
132	105	Davenport	84,779,442	766	-	766	0.00	0.00
133	343	Pensacola	81,431,856	19,802,686	19,738,908	39,541,594	96.14	0.00
134	264	Lubbock	80,527,194	17,728,476	19,734,411	37,462,887	92.11	0.00
135	63	Burlington	79,774,596	-	-	-	0.00	0.00
136	13	Amarillo	79,679,952	30,884,498	36,485	30,920,983	76.84	0.00
137	119	Duluth	79,094,466	-	-	-	0.00	0.00
138	397	Salinas-Monterey	78,969,924	7,917,295	36,928,707	44,846,002	112.44	0.00
140	42	Biloxi-Gulfport-Pascagoula	78,041,898	27,123,228	6,645,676	33,768,904	85.68	0.00
142	365	Provo-Orem	74,336,724	29,284,164	6,078,453	35,362,617	94.19	0.00
143	370	Reading	73,713,024	797,927	1,813,087	2,611,014	7.01	0.00
144	197	Huntington	72,570,168	2,180,066	-	2,180,066	5.95	0.00
145	319	New London-Norwich	72,422,064	23,326,168	1,212,391	24,538,559	67.09	0.00
146	92	Columbus	72,018,342	21,224,861	8,464,593	29,689,454	81.63	0.00
147	179	Hagerstown	71,939,538	2,407,277	-	2,407,277	6.63	0.00
148	6	Albany-Tifton	70,216,344	24,600,104	12,612,544	37,212,648	104.93	0.00

BTA Rank	BTA #	BTA Name	BTA MHz-Pops	Combined Sprint/Nextel Licensed BRS-EBS (MHz-Pops)	Combined Sprint/Nextel Leased BRS-EBS (MHz-Pops)	Combined S/N Licensed/Leased BRS/EBS (MHz-Pops)	Average Bandwidth in MHz (Combined MHz-Pops/BTA Pops)	Incremental MHz Differential (BRS&EBS) (Incremental MHz/BTA Pops)
149	424	South Bend-Mishawaka	70,057,746	19,966,677	31,586,994	51,553,671	145.70	0.00
151	56	Brownsville-Harlingen	69,588,882	708,525	-	708,525	2.02	0.00
152	25	Atlantic City	69,583,140	-	40,129	40,129	0.11	0.00
153	173	Green Bay	69,367,914	25,738,840	20,635,897	46,374,737	132.37	0.00
154	16	Anderson	68,638,482	1,231,334	7,883,620	9,114,954	26.29	0.00
156	43	Binghamton	67,855,986	343,136	188,691	531,827	1.55	0.00
157	421	Sioux City	67,621,356	-	-	-	0.00	0.00
158	189	Hickory-Lenoir-Morganton	67,534,434	115,683	809,806	925,488	2.71	0.00
159	304	Monroe	65,139,228	24,119,035	4,958,416	29,077,451	88.39	0.00
160	478	Wilmington	65,013,498	-	-	-	0.00	0.00
161	153	Fort Smith	64,457,910	18,543,619	771,596	19,315,215	59.33	0.00
162	140	Fayetteville-Springdale-Rogers	64,234,170	9,863,924	-	9,863,924	30.41	0.00
164	449	Tupelo-Corinth	63,655,812	27,513,974	1,420,461	28,934,436	90.00	0.00
165	133	Eugene-Springfield	63,646,704	25,072,944	35,806,162	60,879,106	189.39	0.00
166	159	Gainesville	63,282,384	23,426,677	14,903,555	38,330,232	119.93	0.00
168	260	Longview-Marshall	61,844,508	10,468,436	848,739	11,317,175	36.23	0.00
169	452	Tyler	61,639,182	22,205,306	1,989,079	24,194,386	77.72	0.00
170	127	Elmira-Corning-Hornell	61,626,114	134,303	247,363	381,666	1.23	0.00
171	116	Dover	61,583,544	20,008,421	-	20,008,421	64.33	0.00
172	366	Pueblo	61,500,186	18,326,023	27,267,769	45,593,792	146.79	0.00
173	138	Fargo	61,466,526	13,074,448	8,980,281	22,054,730	71.04	0.00
174	30	Bangor	61,462,566	-	-	-	0.00	0.00
176	463	Watertown	58,833,720	412	-	412	0.00	0.00
177	453	Utica-Rome	58,484,052	10,841,880	61,835	10,903,715	36.91	0.00
178	41	Billings	58,315,950	1,691,581	1,845,361	3,536,941	12.01	0.00
179	14	Anchorage	57,891,438	8,222,622	27,970,989	36,193,610	123.79	0.00
180	70	Cedar Rapids	56,779,668	-	-	-	0.00	0.00
181	211	Jackson	56,551,968	20,792,062	-	20,792,062	72.80	0.00
182	391	St. Cloud	56,233,782	1,594,041	2,206,754	3,800,795	13.38	0.00
183	238	Lake Charles	56,041,722	18,247,969	6,307,868	24,555,838	86.76	0.00
184	131	Erie	55,441,782	-	-	-	0.00	0.00
185	235	Lafayette	54,148,446	10,240,285	42,996,113	53,236,399	194.66	0.00
186	371	Redding	53,677,404	27,307,460	12,011,718	39,319,178	145.04	0.00
187	195	Houma-Thibodaux	53,434,458	19,009,913	5,937,723	24,947,636	92.44	0.00
188	9	Alexandria	53,171,514	10,957,458	11,018,258	21,975,717	81.83	0.00
189	443	Texarkana	53,073,702	11,331,358	239,151	11,570,508	43.17	0.00
190	126	Elkhart	53,026,182	20,049,184	23,674,946	43,724,129	163.27	0.00
191	426	Springfield	52,666,416	17,519,610	-	17,519,610	65.87	0.00
192	83	Clarksville	52,111,818	-	-	-	0.00	0.00
193	462	Waterloo-Cedar Falls	52,079,940	-	140,438	140,438	0.53	0.00
194	326	Ocala	51,302,790	18,466,251	26,115,172	44,581,423	172.06	0.00
195	147	Florence	51,208,146	13,814,400	-	13,814,400	53.41	0.00
196	3	Abilene	51,161,418	18,054,822	604,685	18,659,507	72.21	0.00
198	288	Medford-Grants Pass	50,381,892	31,637,879	17,685,700	49,323,578	193.84	0.00
200	52	Bowling Green-Glasgow	50,185,476	17,691,068	-	17,691,068	69.60	0.00
201	450	Tuscaloosa	49,970,844	18,156,952	12,439,819	30,596,771	121.23	0.00
202	313	Naples	49,775,220	15,263,200	17,795,954	33,059,155	131.51	0.00
203	482	Yakima	49,747,500	14,495,455	26,549,943	41,045,398	163.36	0.00
205	149	Fort Collins-Loveland	49,463,766	19,485,726	29,541,558	49,027,284	196.25	0.00
207	244	Las Cruces	49,042,818	798,463	2,448,532	3,246,995	13.11	0.00
208	109	Decatur-Effingham	48,891,546	9,309,182	-	9,309,182	37.70	0.00
209	176	Greenville-Washington	48,728,592	-	-	-	0.00	0.00
210	160	Gainesville	48,693,942	5,517,008	-	5,517,008	22.43	0.00
211	220	Joplin	48,650,382	11,966,588	-	11,966,588	48.70	0.00
212	216	Janesville-Beloit	48,586,032	5,170,914	2,602,724	7,773,638	31.68	0.00
214	446	Traverse City	48,234,978	-	-	-	0.00	0.00
216	201	Hyannis	48,051,828	17,132,153	2,156,964	19,289,117	79.48	0.00
217	168	Grand Junction	47,969,064	-	-	-	0.00	0.00
218	422	Sioux Falls	47,776,806	-	-	-	0.00	0.00
219	165	Goldsboro-Kinston	47,602,170	-	-	-	0.00	0.00
220	47	Bloomington-Bedford	47,436,246	18,496,447	24,293,428	42,789,875	178.61	0.00
221	466	Wausau-Rhinelander	47,397,042	-	-	-	0.00	0.00
223	330	Olean	46,914,912	276,021	11,050	287,071	1.21	0.00

BTA Rank (Pop)	BTA	BTA Name	MHz-Pops	Combined Sprint/Nextel Licensed BRS/EBS (MHz-Pops)	Combined Sprint/Nextel Leased BRS-EBS (MHz-Pops)	Combined BRS/EBS Licensed/Leased BRS/EBS (MHz-Pops)	Average Bandwidth MHz (Combined MHz-Pops/BTA Pops)	Incremental MHz Differential (BRS&EBS) (Incremental MHz/BTA Pops)
224	46	Bloomington	46,789,380	8,084,918	-	8,084,918	34.21	0.00
225	218	Johnstown	45,782,154	-	-	-	0.00	0.00
226	339	Paducah-Murray-Mayfield	45,737,604	3,120,329	-	3,120,329	13.51	0.00
227	55	Bremerton	45,554,058	5,521,727	23,282,577	28,804,303	125.20	0.00
228	79	Chico-Oroville	45,183,402	3,678,432	5,444,037	9,122,468	39.98	0.00
229	278	Mansfield	45,071,532	17,735,767	7,929	17,743,695	77.95	0.00
231	75	Charlottesville	44,891,748	-	-	-	0.00	0.00
233	12	Altoona	44,324,676	-	-	-	0.00	0.00
234	115	Dothan-Enterprise	44,161,524	12,243,700	9,007,926	21,251,627	95.28	0.00
235	310	Muskegon	44,020,350	12,707,602	-	12,707,602	57.16	0.00
236	473	Wichita Falls	43,762,950	13,621,176	669,182	14,290,358	64.65	0.00
237	382	Rocky Mount-Wilson	42,856,506	-	-	-	0.00	0.00
238	407	Santa Fe	42,761,664	217,840	277,963	495,803	2.30	0.00
239	251	Lewiston-Auburn	42,734,934	-	-	-	0.00	0.00
240	90	Columbia	42,678,900	16,812,900	-	16,812,900	78.00	0.00
241	202	Idaho Falls	42,540,498	-	-	-	0.00	0.00
242	67	Carbondale-Marion	42,243,498	15,056,374	-	15,056,374	70.57	0.00
243	242	Laredo	41,919,372	16,513,692	4,451,606	20,965,298	99.03	0.00
244	432	Stevens Point-Marshfield-Wisconsin Rapid	41,886,306	-	-	-	0.00	0.00
245	154	Fort Walton Beach	41,725,926	15,768,917	5,551,491	21,320,408	101.17	0.00
246	471	Wheeling	41,632,074	-	9,955	9,955	0.05	0.00
247	175	Greenville-Greenwood	41,284,386	20,738,624	17,465	20,756,088	99.55	0.00
248	292	Meridian	41,201,226	24,918,862	1,072,843	25,991,705	124.91	0.00
249	327	Odessa	41,108,364	15,804,177	-	15,804,177	76.12	0.00
250	468	Wenatchee	41,080,644	16,134,392	5,337,576	21,471,969	103.49	0.00
251	22	Athens	41,068,962	4,237,806	-	4,237,806	20.43	0.00
252	139	Farmington	40,492,584	-	-	-	0.00	0.00
253	209	Jackson	40,473,180	15,939,949	16,636,989	32,576,938	159.37	0.00
254	340	Panama City	39,675,636	14,738,319	8,964,095	23,702,414	118.29	0.00
255	166	Grand Forks	39,188,556	-	-	-	0.00	0.00
256	312	Myrtle Beach	38,692,764	-	-	-	0.00	0.00
258	123	Eau Claire	38,404,872	4,450	4,773	9,222	0.05	0.00
259	437	Sunbury-Shamokin	37,873,638	-	-	-	0.00	0.00
260	233	Kokomo-Logansport	37,807,704	14,721,704	21,323,959	36,045,662	188.77	0.00
261	158	Gadsden	37,781,964	13,686,498	3,723,279	17,409,776	91.24	0.00
262	369	Rapid City	37,742,166	-	-	-	0.00	0.00
263	228	Kennewick-Pasco-Richland	37,646,136	7,121,646	29,810,819	36,932,465	194.25	0.00
264	82	Clarksburg-Elkins	37,636,236	-	-	-	0.00	0.00
265	146	Florence	37,569,114	14,442,237	357,766	14,800,003	78.00	0.00
266	66	Cape Girardeau-Sikeston	37,234,098	11,295,254	-	11,295,254	60.06	0.00
267	487	Zanesville-Cambridge	37,165,986	152,113	295,995	448,108	2.39	0.00
268	398	Salisbury	36,609,012	-	-	-	0.00	0.00
269	59	Bryan-College Station	36,462,690	1,277,347	58,084	1,335,431	7.25	0.00
270	367	Quincy	36,216,378	13,400,459	-	13,400,459	73.26	0.00
271	215	Jamestown	36,107,478	264,372	178,915	443,287	2.43	0.00
272	342	Parkersburg	35,999,370	-	-	-	0.00	0.00
273	186	Hattiesburg	35,975,214	19,138,091	456,000	19,594,091	107.84	0.00
274	309	Muncie	35,923,734	14,148,160	16,360,941	30,509,102	168.16	0.00
275	15	Anderson	35,865,720	13,644,692	21,240,533	34,885,224	192.59	0.00
276	248	Lawton-Duncan	35,794,836	7,227,242	13,668,393	20,895,635	115.58	0.00
277	219	Jonesboro-Paragould	35,657,226	12,903,090	340,525	13,243,615	73.54	0.00
278	172	Greeley	35,512,092	13,983,753	20,966,333	34,950,086	194.87	0.00
279	118	Dubuque	35,243,010	13,879,611	-	13,879,611	77.98	0.00
280	418	Sherman-Denison	35,218,458	13,873,938	4,231,081	18,105,019	101.79	0.00
281	249	Lebanon-Claremont	35,120,052	-	-	-	0.00	0.00
282	474	Williamson	34,587,432	-	-	-	0.00	0.00
283	94	Columbus-Starkville	34,502,094	15,116,940	193,846	15,310,785	87.87	0.00
284	316	New Bern	34,312,014	-	-	-	0.00	0.00
285	460	Walla Walla	34,010,064	-	8,557,264	8,557,264	49.82	0.00
286	300	Missoula	33,813,252	-	-	-	0.00	0.00
288	48	Bluefield	33,338,646	-	-	-	0.00	0.00
289	35	Beckley	32,889,186	12,001	-	12,001	0.07	0.00
290	362	Prescott	32,879,880	-	13,338	13,338	0.08	0.00

291	454	Valdosta	32,809,590	12,922,506	430,295	13,352,802	80.58	0.00
292	156	Fredericksburg	32,602,680	-	-	-	0.00	0.00
293	456	Victoria	32,562,090	805,352	72,869	878,221	5.34	0.00
295	338	Owensboro	32,474,574	6,286,361	-	6,286,361	38.33	0.00
296	475	Williamsport	32,423,094	-	-	-	0.00	0.00
297	311	Muskogee	32,405,868	10,650,490	1,334,060	11,984,550	73.23	0.00
298	100	Cumberland	32,270,832	16,783	-	16,783	0.10	0.00
299	17	Anniston	32,236,380	12,493,611	2,969,588	15,463,199	94.98	0.00
300	217	Jefferson City	32,231,826	12,609,016	-	12,609,016	77.46	0.00
301	465	Waterville-Augusta	32,078,376	-	-	-	0.00	0.00
302	265	Lufkin-Nacogdoches	32,031,054	4,768,129	-	4,768,129	29.47	0.00
304	479	Winchester	31,923,540	1,526,277	-	1,526,277	9.47	0.00
305	400	San Angelo	31,917,006	5,636	245	5,881	0.04	0.00
306	266	Lynchburg	31,907,700	381,442	-	381,442	2.37	0.00
307	171	Great Falls	31,682,574	-	-	-	0.00	0.00
308	451	Twin Falls	31,532,490	-	-	-	0.00	0.00
309	486	Yuma	31,398,246	1,982,929	-	1,982,929	12.50	0.00
310	436	Sumter	31,048,796	5,971,675	-	5,971,675	38.08	0.00
311	93	Columbus	30,687,624	12,017,765	12,320,160	24,337,925	157.03	0.00
313	355	Poplar Bluff	30,290,040	-	-	-	0.00	0.00
315	243	La Salle-Peru-Ottawa-Streator	30,189,654	11,865,018	-	11,865,018	77.82	0.00
316	38	Bend	30,060,360	14,504,660	8,702,796	23,207,457	152.86	0.00
317	334	Opelika-Auburn	29,937,996	11,003,841	3,605,595	14,609,436	96.62	0.00
318	183	Harrisonburg	29,893,050	-	-	-	0.00	0.00
319	134	Eureka	29,770,884	11,727,924	2,697,942	14,425,866	95.94	0.00
320	214	Jacksonville	29,731,482	-	-	-	0.00	0.00
321	360	Pottsville	29,664,360	-	-	-	0.00	0.00
322	190	Hilo	29,380,230	-	-	-	0.00	0.00
324	86	Clinton	29,053,530	6,822,689	-	6,822,689	46.50	0.00
325	108	Decatur	28,744,254	5,486,046	5,845,654	11,331,700	78.06	0.00
326	98	Corbin	28,608,030	-	-	-	0.00	0.00
328	124	El Centro-Calexico	28,117,386	-	-	-	0.00	0.00
329	162	Gallup	28,095,012	-	-	-	0.00	0.00
331	392	St. George	27,492,300	-	-	-	0.00	0.00
333	485	Yuba City-Marysville	27,437,256	9,386,377	15,424,520	24,810,898	179.05	0.00
334	435	Stroudsburg	27,334,296	-	-	-	0.00	0.00
336	96	Cookeville	27,233,118	-	-	-	0.00	0.00
337	307	Mount Pleasant	26,865,432	196,584	552,603	749,187	5.52	0.00
338	61	Burlington	26,859,492	10,001,726	-	10,001,726	73.73	0.00
339	429	State College	26,752,968	-	-	-	0.00	0.00
341	351	Pittsfield	26,618,328	5,666,208	3,815,115	9,481,323	70.53	0.00
343	205	Iowa City	26,008,290	-	-	-	0.00	0.00
344	62	Burlington	25,888,302	766,020	-	766,020	5.86	0.00
345	23	Athens	25,776,828	4,920	-	4,920	0.04	0.00
346	142	Fergus Falls	25,666,344	5,995,037	3,650,954	9,645,991	74.41	0.00
347	117	Du Bois-Clearfield	25,489,530	-	-	-	0.00	0.00
348	384	Rome	25,426,962	6,800,966	162,697	6,963,662	54.23	0.00
349	222	Kahului-Wailuku-Lahaina	25,281,828	-	-	-	0.00	0.00
351	150	Fort Dodge	25,103,232	-	1,280,142	1,280,142	10.10	0.00
352	45	Bismarck	25,094,520	12,368,859	-	12,368,859	97.59	0.00
353	477	Willmar-Marshall	24,776,136	5,313,722	455,677	5,769,399	46.11	0.00
354	423	Somerset	24,623,676	-	-	-	0.00	0.00
355	164	Glens Falls	24,445,674	6,798,688	31,228	6,829,917	55.32	0.00
356	337	Ottumwa	24,410,628	-	-	-	0.00	0.00
357	335	Orangeburg	24,383,304	6,286,709	12,006	6,298,715	51.15	0.00
358	308	Mount Vernon-Centralia	24,197,382	8,835,512	-	8,835,512	72.30	0.00
360	296	Midland	23,830,092	9,387,612	-	9,387,612	78.00	0.00
361	416	Sharon	23,770,098	4,571,436	7,006,490	11,577,926	96.44	0.00
362	120	Dyersburg-Union City	23,761,980	1,009,422	-	1,009,422	8.41	0.00
363	102	Dalton	23,754,258	1,109,582	3,172,941	4,282,523	35.70	0.00
364	295	Middlesboro-Harlan	23,312,322	-	987,213	987,213	8.38	0.00
365	352	Plattsburgh	23,301,234	-	-	-	0.00	0.00
366	227	Keene	23,237,874	801,081	69,550	870,631	7.42	0.00

367	275	Manhattan-Junction City	23,216,886	9,076,631	-	9,076,631	77.41	0.00
368	420	Sierra Vista-Douglas	23,175,306	2,422,405	-	2,422,405	20.70	0.00
369	299	Minot	23,074,722	188,612	-	188,612	1.62	0.00
370	285	Mason City	22,974,138	-	367,861	367,861	3.17	0.00
371	121	Eagle Pass-Del Rio	22,811,382	-	-	-	0.00	0.00
372	144	Flagstaff	22,698,918	-	-	-	0.00	0.00
373	269	McComb-Brookhaven	22,560,516	1,551,463	-	1,551,463	13.62	0.00
374	467	Waycross	22,365,090	8,559,573	37,049	8,596,622	76.11	0.00
375	417	Sheboygan	22,217,778	8,752,155	6,396,506	15,148,661	135.00	0.00
376	122	East Liverpool-Salem	22,121,748	2,679,342	9,949,432	12,628,774	113.03	0.00
377	77	Cheyenne	22,093,632	8,678,776	-	8,678,776	77.78	0.00
378	306	Morgantown	22,013,244	-	-	-	0.00	0.00
379	323	Norfolk	21,989,286	40,675	-	40,675	0.37	0.00
380	430	Staunton-Waynesboro	21,976,218	-	-	-	0.00	0.00
381	180	Hammond	21,969,288	-	12,930	12,930	0.12	0.00
383	294	Michigan City-La Porte	21,691,098	6,856,203	6,341,621	13,197,823	120.47	0.00
384	333	Oneonta	21,578,832	130,478	130,466	260,944	2.39	0.00
385	260	Marion	21,341,430	7,474,061	11,592,226	19,066,286	176.89	0.00
386	345	Petoskey	21,016,710	-	-	-	0.00	0.00
387	125	El Dorado-Magnolia-Camden	20,884,248	4,589,502	9,616	4,599,118	43.60	0.00
389	85	Cleveland	20,588,238	2,158,724	10,473,136	12,631,860	121.48	0.00
390	328	Oil City-Franklin	20,575,962	1,030	3,797	4,827	0.05	0.00
393	258	Logan	20,140,758	-	-	-	0.00	0.00
394	80	Chillicothe	19,973,250	123,987	202,733	326,720	3.24	0.00
395	353	Pocatello	19,919,394	-	-	-	0.00	0.00
397	247	Lawrence	19,776,834	7,790,874	2,325,768	10,116,642	101.28	0.00
398	388	Rutland-Bennington	19,732,284	114,975	526,236	641,211	6.43	0.00
399	385	Roseburg	19,666,746	7,778,622	746,916	8,525,538	85.83	0.00
400	5	Adrian	19,570,518	6,267,215	10,491,854	16,759,068	169.56	0.00
401	387	Russellville	19,413,306	16,246	-	16,246	0.17	0.00
403	148	Fond du Lac	19,217,880	7,570,680	6,049,141	13,619,821	140.32	0.00
404	261	Longview	19,067,004	211,070	249,487	460,556	4.78	0.00
405	208	Ithaca	19,063,638	4,813,478	1,135,280	5,948,757	61.79	0.00
406	54	Brainerd	18,981,468	-	-	-	0.00	0.00
407	481	Worthington	18,946,620	3,902,444	2,811,729	6,714,174	70.17	0.00
408	457	Vincennes-Washington	18,807,426	7,384,502	245,393	7,629,895	80.33	0.00
409	341	Paris	18,717,930	6,563,788	2,091,845	8,655,633	91.56	0.00
410	317	New Castle	18,708,822	3,402,051	7,937,111	11,339,162	120.01	0.00
411	359	Portsmouth	18,424,098	-	-	-	0.00	0.00
413	182	Harrison	18,299,754	-	-	-	0.00	0.00
414	414	Sedalia	18,235,206	7,183,566	-	7,183,566	78.00	0.00
415	349	Pittsburg-Parsons	18,195,804	6,385,146	5,872	6,391,019	69.54	0.00
416	19	Ardmore	17,906,130	7,053,930	2,271,263	9,325,193	103.11	0.00
417	287	Meadville	17,854,650	47,097	35,329	82,427	0.91	0.00
418	203	Indiana	17,691,498	252,222	403,550	655,772	7.34	0.00
420	2	Aberdeen	17,088,192	4,045,976	-	4,045,976	46.88	0.00
421	1	Aberdeen	17,017,902	-	-	-	0.00	0.00
422	130	Enid	16,880,490	4,661,487	3,682,699	8,344,185	97.67	0.00
423	325	North Platte	16,598,538	-	71	71	0.00	0.00
424	301	Mitchell	16,482,114	-	-	-	0.00	0.00
425	136	Fairbanks	16,452,018	-	-	-	0.00	0.00
426	246	Laurel	16,414,200	8,669,898	-	8,669,898	104.58	0.00
427	97	Coos Bay-North Bend	16,390,242	6,456,762	-	6,456,762	78.00	0.00
428	53	Bozeman	16,352,820	-	-	-	0.00	0.00
429	276	Manitowoc	16,337,772	5,994,433	6,049,399	12,043,832	145.96	0.00
430	386	Roswell	15,855,444	-	-	-	0.00	0.00
431	377	Roanoke Rapids	15,718,824	-	-	-	0.00	0.00
432	433	Stillwater	15,698,628	5,659,621	4,300,228	9,959,849	125.62	0.00
433	231	Klamath Falls	15,602,004	6,146,244	-	6,146,244	78.00	0.00
435	470	West Plains	15,165,612	-	329,882	329,882	4.31	0.00
436	178	Greenwood	15,084,036	-	41,472	41,472	0.54	0.00
437	87	Clovis	14,834,952	1,384	-	1,384	0.02	0.00
438	464	Watertown	14,795,946	-	-	-	0.00	0.00

439	161	Galesburg	14,736,942	5,647,234	-	5,647,234	75.87	0.00
440	185	Hastings	14,510,628	221,988	-	221,988	3.03	0.00
441	282	Marquette	14,485,086	-	-	-	0.00	0.00
442	163	Garden City	14,460,732	-	-	-	0.00	0.00
443	315	Natchez	14,392,026	12,000,218	227,889	12,228,107	168.23	0.00
444	363	Presque Isle	14,383,116	-	-	-	0.00	0.00
445	49	Blytheville	14,206,302	4,507,086	269,144	4,776,231	66.57	0.00
446	415	Selma	14,089,086	5,266,477	1,080,323	6,346,800	89.19	0.00
447	213	Jacksonville	13,906,332	5,291,671	-	5,291,671	75.34	0.00
448	224	Kalispell	13,891,680	4,669,194	-	4,669,194	66.55	0.00
449	237	La Grange	13,783,770	5,397,569	89,687	5,487,256	78.82	0.00
450	188	Helena	13,517,064	5,286,520	-	5,286,520	77.44	0.00
451	279	Marinette	13,410,738	5,171,006	-	5,171,006	76.35	0.00
452	11	Alpena	13,153,734	-	-	-	0.00	0.00
453	64	Butte	12,883,662	-	-	-	0.00	0.00
454	37	Bemidji	12,880,890	-	-	-	0.00	0.00
456	57	Brownwood	12,444,498	-	503,802	503,802	8.02	0.00
457	253	Liberal	12,225,312	4,683,638	-	4,683,638	75.86	0.00
458	455	Vicksburg	12,126,708	4,034,658	119,595	4,154,254	67.83	0.00
459	88	Coffeyville	12,112,254	4,766,104	503,101	5,269,205	86.14	0.00
460	187	Hays	11,799,810	3,816,581	-	3,816,581	64.04	0.00
461	221	Juneau-Ketchikan	11,642,004	4,586,244	-	4,586,244	78.00	0.00
462	254	Lihue	11,525,580	-	-	-	0.00	0.00
463	381	Rock Springs	11,409,552	-	-	-	0.00	0.00
464	283	Marshalltown	11,330,154	2,693,519	896,127	3,589,646	62.73	0.00
465	230	Kirksville	11,291,940	1,450,161	-	1,450,161	25.43	0.00
466	137	Fairmont	11,185,218	-	-	-	0.00	0.00
467	191	Hobbs	10,909,008	-	-	-	0.00	0.00
468	4	Ada	10,882,476	4,175,689	2,045,974	6,221,663	113.20	0.00
469	267	McAlester	10,794,960	2,424,096	1,270,899	3,694,995	67.77	0.00
470	409	Sault Ste. Marie	10,692,198	-	-	-	0.00	0.00
471	199	Huron	10,476,774	-	-	-	0.00	0.00
472	68	Carlsbad	10,204,920	-	-	-	0.00	0.00
473	31	Bartlesville	9,688,536	3,816,696	907,948	4,724,644	96.56	0.00
474	375	Riverton	9,531,720	3,069	3,348	6,417	0.13	0.00
475	354	Ponca City	9,504,396	3,736,656	605,157	4,341,812	90.45	0.00
477	273	Madisonville	9,189,774	3,579,272	-	3,579,272	77.12	0.00
478	132	Escanaba	9,130,572	-	-	-	0.00	0.00
479	194	Houghton	9,103,446	-	-	-	0.00	0.00
480	206	Iron Mountain	8,958,510	-	-	-	0.00	0.00
481	114	Dodge City	8,438,760	3,267,609	-	3,267,609	76.67	0.00
482	170	Great Bend	7,696,458	2,713,182	-	2,713,182	69.80	0.00
483	322	Nogales	7,590,330	2,944,893	-	2,944,893	76.82	0.00
484	259	Logan	7,449,948	186,600	-	186,600	4.96	0.00
485	40	Big Spring	7,044,642	2,689,986	-	2,689,986	75.61	0.00
486	113	Dickinson	6,956,136	-	-	-	0.00	0.00
487	270	McCook	6,636,564	-	-	-	0.00	0.00
488	207	Ironwood	6,276,798	-	-	-	0.00	0.00
489	476	Williston	4,991,580	-	-	-	0.00	0.00
490	490	Guam	30,651,390	-	-	-	0.00	0.00
491	491	U.S. Virgin Islands	21,505,176	-	-	-	0.00	0.00
492	492	American Samoa	11,343,618	-	-	-	0.00	0.00
493	493	Northern Mariana Islands	13,705,758	-	-	-	0.00	0.00

* The Incremental MHz Differential (or "IMD Value") shows the differential between the increase in "Average Bandwidth" in the BTA that the merging carrier with the more extensive spectrum position in the

FCC INTERROGATORY NO. 26

26. *Page 6 of the Public Interest Statement states that "[i]n the near term, the company could work with its vendors to develop a multi-mode phone that will allow customers access to iDEN and CDMA networks of the merged company." Is such development planned or in progress? If so, provide data on technical feasibility, time to market, size and weight, operating system, and possible applications of this dual-mode phone.*

Response:

REDACTED IN FULL

FCC INTERROGATORY NO. 27

27. *How would the merger affect the merged entity's ability to comply with the requirement that ninety-five percent of its wireless service subscribers have location-capable handsets by December 31, 2005 (see 47 C.F.R. Section 20.18(g)(1)(v)), particularly in light of representations by Nextel in its quarterly reports that it may not be able to meet the requirement?*

Response:

Both Nextel and Sprint have demonstrated a strong commitment to public safety and the implementation of the Enhanced 911 ("E911") mandate, including the obligation to reach 95% penetration of A-GPS handsets in their existing subscriber bases. Nextel has devoted substantial resources to E911 and has deployed 868 public safety answering points ("PSAPs") with Phase II E911 service. All new handsets providing interconnected voice service that Nextel offers for sale are A-GPS capable and Nextel actively markets these handsets' location capabilities and takes special steps to put these A-GPS compatible phones into the hands of its subscribers.[1]

Sprint was the only wireless carrier to begin selling GPS-enabled devices by the Commission's original October 1, 2001 deadline and effectively reached 100% of new activations by June 30, 2003. Sprint has offered more than forty different GPS enabled models. *See* Sprint Quarterly Report filings. As reported in Sprint's May 2, 2005 report, since October 2001, it has distributed over 37 million GPS-enabled handsets. Sprint has deployed Phase II E911 services to over 1,591 PSAPs to date.

The fact of the merger itself will not affect the merged Sprint Nextel's ability to comply with the Commission's December 31, 2005, 95% compliance deadline. Each company has chosen a handset-based solution to comply with the Commission's E911 Phase II rules, and all of each company's new activations for interconnected voice service are GPS enabled. Each company markets its entire portfolio of GPS-enabled units aggressively, and each company has upgrade programs in place to encourage and incentivize existing customers to replace their older, non-A-GPS handsets. These facts will not change after the companies merge.

The combination of these two entities will result in the continuation of their demonstrated commitment in this area. Indeed, it is reasonable to assume that the merger may in fact prove affirmatively helpful. The merger is expected to result in quicker deployment of new technologies and services, thus making new handsets more attractive and increasing churn of older handsets. The marketing of services between the two companies may also generate greater crossover of existing customers, and as a result, the greater sale of new GPS-enabled handsets on both networks. Finally, the sales momentum of both entities is expected to increase with increased scale, resulting in more

[1] As described further below, Nextel in the last year undertook unprecedented steps to remedy a latent software problem affecting millions of GPS-capable handsets.

new customers purchasing GPS enabled devices. All of these potential consequences of the merger would have a positive impact on the overall GPS handset penetration rate of both companies.

Nextel has placed the Commission on notice that it likely will not be able to comply with the 95% benchmark, in part due to its very low churn rates, but primarily due to the GPS software glitch that affected millions of A-GPS-capable Nextel handsets last summer. *See* Nextel Communications, Inc. Phase I and Phase II E911 Quarterly Report, CC Docket No. 94-102, at 5-7, 10-11 (May 2, 2005). *See also* Nextel Communications, Inc. Phase I and Phase II E911 Quarterly Report, CC Docket No. 94-102, at 5-7, 12 (Feb. 1, 2005).

On July 17, 2004, several million of Nextel's A-GPS capable handsets, already in customers' hands, suddenly ceased transmitting E911 Phase II location information. A latent problem in the software of these handsets as they were originally provided to Nextel from Motorola rendered *all* A-GPS services—including transmission of location information to Phase II capable PSAPs – unusable as of midnight, Greenwich Mean Time, July 18. The software problem either directly or indirectly affected *all* of Nextel's A-GPS capable handsets. Nextel, overnight, went from having approximately 4.9 million active Phase II-compliant handsets to zero active Phase II-compliant handsets.

As soon as it discovered the software glitch on July 19, 2004, Nextel's sole handset vendor, Motorola, notified Nextel of the software problem affecting Motorola i205, i305, i530, i710, i730, i733, i736, and i830 handsets. This software was wholly developed by Motorola, with no input from Nextel short of ensuring that the handsets comply with the Commission's E911 Phase II location rules. Thus, the glitch was entirely outside of Nextel's control.

The permanent solution to this A-GPS software problem required a two-part fix: (1) an upgrade to Nextel's network, and (2) new software in all affected A-GPS handsets, as well as the i58sr and i88s model handsets that had not been directly impacted by the glitch.[2] Although Nextel's network was still fully capable of transmitting Phase II location information to Phase II-capable PSAPs, Nextel had to make changes to its network so it could distinguish between calls placed from handsets without updated software and handsets with updated software. This network update re-enabled the transmission of latitude and longitude to Phase II deployed PSAPs and was successfully deployed in Nextel's network on July 25, 2004, just six days after discovery of the glitch.

The second part of the solution required updating the Motorola software in the affected handsets, including those already in customers' hands as well as those in Nextel's and Motorola's inventories. To address this phase of the fix, which requires "touching" each affected handset, Nextel and Motorola embarked on an unprecedented

[2] The network upgrade that allowed the network to differentiate between handsets with old versus new software requires that Nextel also upgrade the software in its i58sr and i88s A-GPS handsets, even though they were not directly impacted by the A-GPS software defect.

campaign to upgrade handset software in millions of handsets as quickly as possible. First, Motorola had to develop a unique software fix for each model of affected handset. Motorola focused initial efforts on those handsets most widely used by our customers. Quite literally the day after a new software patch was developed and tested, Nextel and Motorola employees began reflashing those handsets over which they exercised control (*e.g.*, handsets at Nextel's distribution centers).

To reach those handsets already in customers' hands, Nextel and Motorola have undertaken unprecedented efforts to encourage customers to upgrade their software. In fact, Nextel has significantly changed its business practices in order to "touch" as many customers affected by the A-GPS software glitch as possible. For example, any customer may walk in to any Nextel store and ask that his or her handset be reflashed with new software on the spot. Any customer who walks into a Nextel store or authorized dealer, for any reason, can have updated software reflashed onto his or her handset. Nextel's large corporate customers received software upgrades on site. Additionally, Nextel's web site provides customers with instructions on self-reflashing their handsets at no charge. Whenever a customer calls Nextel's customer care number, for whatever reason, he or she is urged to reflash their handset. All handset reflashing services are offered free of charge to Nextel's customers.

Most significantly, Nextel and Motorola have completed mailing self-reflash kits consisting of a CD-ROM and data cable to all customers with affected handsets, enabling customers to reflash their handsets at their home or office at no charge, with no need to visit a Nextel store or service center. To further incentivize customer reflashing, customers who reflashed equipment prior to March 31, 2005, were entered into a sweepstakes with over 5,000 prizes, ranging from $20 Nextel credits to Cadillac Escalades. To Nextel's knowledge, such an effort to reach out directly to all affected customers is unprecedented in this – or any – industry. Indeed, even in the automotive industry, the typical practice is to send a letter to customers requesting that they bring their car to a dealership to fix. Nextel and Motorola have gone far beyond this effort, touching every customer with an affected handset and providing them with the tools necessary to fix their handsets themselves. The merged entity will also consider additional options for reflashing these A-GPS iDEN handsets and/or upgrading them to new A-GPS capable units.

Although Nextel and its vendor Motorola have expended and continue to expend significant efforts to convince our customers to update their handsets, it simply would be impossible to go from 0% penetration to 95% penetration in the mere 17 months between July 17, 2004, and December 31, 2005. Nextel's merger with Sprint, however makes this no more or less of a challenge. Nextel remains committed to selling only A-GPS capable handsets and to deploying Phase II PSAPs as soon as possible so Nextel customers using A-GPS-capable handsets can enjoy the benefits that E911 Phase II service is capable of providing them.

Finally, Sprint and Nextel agree that certain customers may simply choose not to abandon functioning handsets. Nonetheless, current predictions show that the vast

majority of handsets in use by Sprint Nextel's customers will be GPS capable by December 31, 2005. As they have in the past, Nextel and Sprint commit to keeping the Commission informed of their current rate of GPS-enabled handset penetration over the coming weeks and months.

FCC INTERROGATORY NO. 28

28. *Page 61 of the Public Interest Statement claims that the merger would not affect Sprint's and Nextel's compliance activities regarding E911 and CALEA obligations and may, in fact, further their efforts. Provide information to substantiate that claim.*

Response:

See Sprint's Response to Request for Information 30.

FCC INTERROGATORY NO. 29

29. Please explain how the asserted synergies resulting from the proposed merger would likely affect national security and homeland defense.

Response:

See Sprint's Response to Request for Information 31.